#### MITSCH RONALD A

Form 4

February 14, 2006

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

burden hours per

response...

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MITSCH RONALD A			2. Issuer Name <b>and</b> Ticker or Trading Symbol LUBRIZOL CORP [LZ]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First)		iddle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	_X_ Director 10% Owner		
29400 LAKELAND BLVD			02/10/2006	$\frac{\text{Officer (give title } }{\text{below})} \text{Other (specify below)}$		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
WICKLIFFE, OH 44092				Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		sed of	` ′	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	02/10/2006		Code V M	Amount 2,000	(D)	Price \$	11,368.8176	D		
Shares Common	02/10/2006		S	1,755	D	37.2188 \$ 42.681	(1) 9,613.8176	D		
Shares	02/10/2000		S	1,733	D	\$ 42.001	<u>(1)</u>	D		
Common Shares	02/10/2006		M	2,500	A	\$ 25.7188	12,113.8176 (1)	D		
Common Shares	02/10/2006		S	1,516	D	\$ 42.681	10,597.8176 (1)	D		
Common Shares	02/10/2006		M	2,500	A	\$ 30.395	13,097.8176 (1)	D		
	02/10/2006		S	1,790	D	\$ 42.681		D		

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Common Shares						11,307.8176 (1)	
Common Shares	02/10/2006	M	2,000	A	\$ 27.625	13,307.8176 (1)	D
Common Shares	02/10/2006	S	2,000	D	\$ 42.6513	11,307.8176 (1)	D
Common Shares	02/10/2006	M	2,000	A	\$ 31.875	13,307.8176 (1)	D
Common Shares	02/10/2006	S	2,000	D	\$ 42.6513	11,307.8176 (1)	D
Common Shares	02/10/2006	M	2,000	A	\$ 26.8438	13,307.8176 (1)	D
Common Shares	02/10/2006	S	2,000	D	\$ 42.6513	11,307.8176 (1)	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 37.2188	02/10/2006		M	2,000	04/27/1998(2)	04/27/2008	Common Shares	2,000
Director Stock Option (Right to Buy)	\$ 25.7188	02/10/2006		M	2,500	05/01/2000(2)	05/01/2010	Common Shares	2,500

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Director Stock Option (Right to Buy)	\$ 30.395	02/10/2006	M	2,500	04/23/2001(2)	04/23/2010	Common Shares	2,500
Director Stock Option (Right to Buy)	\$ 27.625	02/10/2006	M	2,000	04/22/1996(2)	04/22/2006	Common Shares	2,000
Director Stock Option (Right to Buy)	\$ 31.875	02/10/2006	M	2,000	04/28/1997(2)	04/28/2007	Common Shares	2,000
Director Stock Option (Right to Buy)	\$ 26.8438	02/10/2006	M	2,000	04/26/1999(2)	04/26/2009	Common Shares	2,000

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Transfer and the same of the s	Director	10% Owner	Officer	Other			
MITSCH RONALD A							
29400 LAKELAND BLVD	X						
WICKLIFFE, OH 44092							

## **Signatures**

/s/Ronald A. Mitsch by Andrea A. 02/14/2006 Zwegat Date

## **Explanation of Responses:**

\*\*Signature of Reporting Person

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects acquisitions pursuant to a dividend reinvestment plan exempt under Rule 16a-11.
- (2) Options vest 50% one year after grant date, 75% two years after grant date and 100% three years after grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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